

Exhibit K

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

	X	
	:	07 Civ. 2394 (GBD) (KNF)
"THE YOUNGBLOODS" (Perry Miller p/k/a	:	
Jesse Colin Young; Lowell Levinger; Jerry	:	ECF CASE
Corbitt; Mina Bauer, the widow of Joe Bauer; and	:	
manager Stuart Kutchins), ON BEHALF OF	:	
ITSELF AND ALL OTHERS SIMILARLY	:	
SITUATED,	:	
	:	
Plaintiff,	:	
	:	
vs.	:	
	:	
BMG MUSIC,	:	
	:	
Defendant.	:	
	:	
	X	

**AFFIDAVIT OF THOMAS A. COHEN
IN SUPPORT OF MOTION FOR ATTORNEYS' FEES AND EXPENSES
FILED ON BEHALF OF THE LAW OFFICES OF THOMAS A. COHEN**

STATE OF CALIFORNIA)
) ss.:
COUNTY OF MARIN)

THOMAS A. COHEN, being first duly sworn, deposes and says:

1. I am a member of the law firm of the Law Offices of Thomas A. Cohen. I submit this affidavit in support of my firm's application for an award of attorneys' fees in connection with services rendered in this case, as well as the reimbursement of expenses incurred by my firm in connection with this litigation.

2. My firm acted as one of plaintiff's counsel in this class action. The work done in this case by plaintiff's counsel is described in detail in our declaration in support of final

approval of the Settlement, the proposed Plan of Allocation, and our application for attorneys' fees and expenses and a service award for Plaintiff, which is being filed concurrently with this affidavit.

3. The schedule attached hereto as Exhibit 1 is a detailed summary indicating the amount of time spent by the partners, other attorneys, and professional support staff of my firm who were involved in this litigation, and the lodestar calculation based on my firm's current billing rates. The schedule was prepared from contemporaneous, daily time records regularly prepared and maintained by my firm, which are available at the request of the Court for review *in camera*.¹ Time expended in preparing this application for fees and reimbursement of expenses has not been included in this request.

4. The hourly rates for the partners, other attorneys, and professional support staff in my firm included in Exhibit 1 are the same as the regular current rates charged for their services in non-contingent matters and/or which have been used in the lodestar cross check accepted by courts in other class litigation.

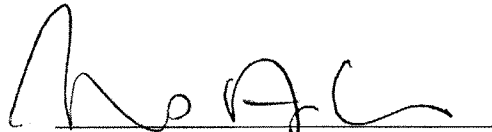
5. The total number of hours expended by me on this litigation is 1,225.98 hours. My lodestar for this litigation is \$594,600.

6. My lodestar figure is based upon my billing rates, which rates do not include charges for expense items. Expense items are billed separately and such charges are not duplicated in my firm's billing rates.

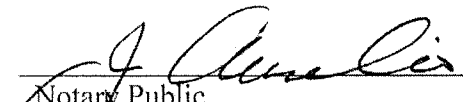
7. As detailed in Exhibit 2, my firm has incurred a total of \$11,987 in un-reimbursed expenses in connection with the prosecution of this litigation.

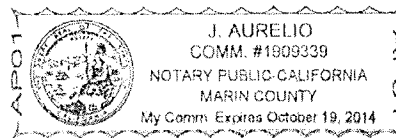
8. The expenses incurred in this action are reflected on the books and records of my firm, which are available at the request of the Court. These books and records are prepared from expense vouchers, check records and other source materials and represent an accurate recordation of the actual expenses incurred. Third-party expenses are not marked up.

9. With respect to the standing of counsel in this case, attached hereto as Exhibit 3 is a brief biography of my firm and attorneys in my firm who were principally involved in this litigation.


THOMAS A. COHEN

Sworn to before me this
12th day of June, 2012


Notary Public



¹ These records may include information concerning privileged and/or confidential attorney-client communications or work product.

EXHIBIT 1

Youngbloods v. BMG Music, 07 Civ. 2394 (GBD) (KNF)

LAW OFFICES OF THOMAS A. COHEN

TIME REPORT — Inception through May 31, 2012

Name	Total Hours	Hourly Rate	Total Lodestar
PARTNERS:			
THOMAS A. COHEN	1225.98	\$485	\$594,600
TOTALS:	1225.98		\$594,600

EXHIBIT 2

Youngbloods v. BMG Music, 07 Civ. 2394 (GBD) (KNF)

LAW OFFICES OF THOMAS A. COHEN

EXPENSE REPORT — Inception through May 31, 2012

<u>Categories:</u>	<u>Amount</u>
Photocopies/Reproduction/Scanning/Printing	\$144
Filing/Witness Fees	\$126
Hotels & Transportation	\$11,444
Meals	\$273
TOTAL EXPENSES:	\$11,987

Exhibit 3

591 Redwood Highway
Suite 2320
Mill Valley, CA 94941

(415) 777-1897
(415) 777-1990 (fax)
tomcohen@ionix.net

Thomas A. Cohen

Experience

1991–present

Law Offices of Thomas A. Cohen

Civil Litigation, Entertainment and Intellectual Property Law

Representative cases include: *Estate of Buckminster Fuller v. White Wave* (unauthorized use of name and likeness); *WNED et al v. Vestron* (class action representing several hundred filmmakers suing their distributor over foreign royalty allocations); *Youngbloods v. BMG Music* (class action suing record company for digital download royalties); *Magnuson v. Video Yesteryear* (film producer suing for copyright infringement of Lenny Bruce film); *Rosenberg v. U-Haul* (class action alleging false advertising); *Tall Club of Silicon Valley v. Alaska Airlines et al.* (B&PC 17200 action seeking exit row seating for tall people); *ABKCO v. Pictograph* (defense of copyright claim for music in Sam Cooke documentary); *Rubin v. Apple et al.* (copyright infringement in iPhone puzzle app). Published cases: *Magnuson v. Video Yesteryear* (9th Cir. 1996) 85 Fed 3d 1424; *Thompson v. Rodriguez* (ND Cal. 1996) 196 B.R. 537; *Western New York Public Broadcasting v. Vestron* (1997) 661 N.Y.S.2d 555. Defense of various contract and intellectual property cases. Transactional work includes entertainment law contract negotiation for Ghostbot, SOPTV, Sierra Nevada Brewing Company and scores of creative individuals. Former moot court instructor at Boalt Hall.

Mediation/Arbitration

Settlement Conference Panelist: Marin Superior Court
Early Settlement and Mediation Panelist: San Francisco Sup. Ct./BASF
Civil ADR Panelist: San Mateo Superior Court, Solano Superior Court
Mediator and Arbitrator—Alameda Superior Court
Mediator and Arbitrator—Contra Costa Superior Court
Arts Arbitration and Mediation Service—California Lawyers for the Arts

2000-present

Ursack, Inc.

President

The company makes and sells bear resistant food bags (based on Tom Cohen's U.S. patent) from bullet proof fabric for use by wilderness campers.

1978-1989

Hammermark Productions

Filmmaker (self employed)

Projects included:

- *The River Why*, 2011, Manager of LLC, co-wrote screenplay for movie based on the classic novel. Starring William Hurt, Zach Gilford, etc.
- *Massive Retaliation*, 1984, Producer, director, general partner of the financing limited partnership. Dramatic feature film released on six continents.
- *hungry / reunion*, 1981, Producer, director, general partner. Critically acclaimed documentary about the legendary San Francisco night club.

1970-1977

KQED TV

Director, Producer, Stage Manager

Produced and/or directed for PBS or local broadcast: *World Press*; *Gran Prix Tennis*; *Newsroom*; *Open Studio*; *The Final Arbiter* and *Newsroom of the Streets* among others.

1969-1970

VISTA

VISTA volunteer with the Oneida Indian Tribe of Wisconsin

Education

1989-1991

Hastings College of the Law

J.D. Associate Articles Editor COMM/ENT Hastings Communication and Entertainment Law Journal. Note, Simplified Syndication for Stage and Screen published in COMM/ENT 13:3 (ASCAP Prize). Extern clerk to Hon. John Vukasin, U.S. District Court.

1988-1989

University of San Francisco School of Law

McAuliffe Honor Society; Member, USF Law Review; Am Jur Awards: Legal Research and Writing; Evidence. Summer law program: Trinity College, Dublin, Ireland

1973-1974

University of California, Berkeley

M.A. Visual Design

1968-1969

New York University

Special Student in Television and Film

1964-1968

Colorado College

B.A. Sociology. Track team captain

Interests

Contractor/carpenter/developer of my hand built 3,000 square foot solar heated Mill Valley home; Board of Advisers: Bread and Roses; Former member of Board of Directors: Bread and Roses; Marin Arts Council; Independent Feature Project; Cow Hollow Foundation; National Academy of Television Arts and Sciences (SF chapter). Married, two grown daughters, avid sports participant.

Publications and Awards

Non fiction articles published in: SF Chronicle Sunday Magazine; Mother Earth News; U.S. Open Tennis; Rod and Reel. Various screenplays. Northern California Emmy nomination for *Newsroom of the Streets*; Sundance Institute screenwriting finalist; Harrah Award from the SF Bar Association for *The Final Arbiter*. Columnist on entertainment law for Film/Tape World. Frequent panelist on entertainment law seminars.